

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA

UNITED STATES OF AMERICA,

Plaintiff,

v.

Case No. 1:19-cv-626

THOMAS EARL TILLEY;

GREEN ACRES TRUST;

INVESTMENT TRUST;

MBT TRUST;

THOMAS BRUCE TILLEY (a/k/a

Bruce Tilley), personally, as Trustee

of MBT Trust, as Trustee of Green

Acres Trust, as Executive Trustee of

Investment Trust, as Trustee of Realty

Trust; as Executive Trustee of Tilley

Enterprises, and as Executive Trustee

of TT Farms Trust;

MARSHA TILLEY, personally and as

Trustee of MBT Trust;

IRIS TILLEY, personally, as Trustee of

Investment Trust, as Trustee of Tilley

Six Trust, and as Trustee of TT Farms

Trust;

REALTY TRUST;

LARRY RHINEHARDT, as Trustee of

Realty Trust;

SIRI CAMP TRUST;

TILLEY ENTERPRISES (a/k/a Tilley

Enterprises Trust);

TILLEY SIX TRUST;

TT FARMS TRUST;

VIRGINIA MORTGAGE COMPANY;

MELBA GEORGE, as Trustee of

Virginia Mortgage Company;

R. NELSON RICHARDSON, as

Trustee under Deed of Trust dated

May 3, 2018;

CAROLYN CLEVELAND;

CITY OF DURHAM, NORTH)
CAROLINA;)
COUNTY OF DURHAM, NORTH)
CAROLINA;)
COUNTY OF GRANVILLE, NORTH)
CAROLINA;)
TOWN OF BUTNER, NORTH)
CAROLINA;)
COUNTY OF WAKE, NORTH)
CAROLINA;)
CACH, LLC;)
MIDLAND FUNDING, LLC;)
STATE EMPLOYEES' CREDIT)
UNION; and,)
WASTE INDUSTRIES, LLC,)
)
Defendants.)

COMPLAINT

Plaintiff United States of America, by and through Matthew G.T. Martin, the United States Attorney for the Middle District of North Carolina, brings this Complaint, pursuant to 18 U.S.C. § 3613, the Federal Debt Collection Procedures Act (the “FDCPA”), 28 U.S.C. § 3001, et seq., the North Carolina Uniform Voidable Transactions Act (the “UVTA”), N.C. Gen. Stat. § 39-23.1, et seq., and 26 U.S.C. §§ 7402 and 7403, to:

(1) determine that the United States holds a valid and subsisting lien associated with the restitution debt imposed upon defendant Thomas Earl Tilley (“Mr. Tilley”) by the United States District Court for the Middle District of North Carolina on September 21, 2015, in the related criminal case styled United States v. Thomas Earl Tilley, Case No. 1:14-CR-130 (M.D.N.C.) (the “Criminal Case”);

(2) determine that defendants Investment Trust, MBT Trust, Thomas Bruce Tilley (a/k/a Bruce Tilley), as trustee of MBT Trust, Realty Trust, Tilley Enterprises (a/k/a Tilley Enterprises Trust), Tilley Six Trust, TT Farms Trust, and Virginia Mortgage Company, are Mr. Tilley's nominees for the purpose of holding record title to the 35 subject real properties listed in Exhibit 1, attached hereto, and/or holding other property, if any, associated with the sales of subject properties, including sales proceeds, promissory notes, and deeds of trust;

(3) determine that transfers of at least 26 of the subject properties to MBT Trust and Thomas Bruce Tilley (a/k/a Bruce Tilley), as trustee of MBT Trust, in 2017, and the further transfer of one of those properties to defendant Carolyn Cleveland in 2018, are fraudulent and void as to the United States;

(4) determine that the United States' lien is attached to the subject properties and is senior in priority to all defendants' rights, claims, liens, or other interests, if any, to and in such properties;

(5) enforce the United States' lien through the decreed sales of the subject properties free and clear of the rights, claims, liens, or other interests, if any, of the parties to this action;

(6) appoint the United States Marshals Service and/or one or more receivers to carry out such sales;

(7) collect Mr. Tilley's restitution debt, plus any surcharge authorized by the law, from the net proceeds of such sales, after payment of valid and reasonable costs and valid superior encumbrances of record, if any; and,

(8) obtain a money judgment against MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, for the value of the assets transferred to them or the amount necessary to satisfy Mr. Tilley's restitution indebtedness, whichever is less.

For its Complaint, the United States alleges the following:

Jurisdiction and Venue

1. This Court has jurisdiction under 28 U.S.C. § 1345 because the United States is the Plaintiff, under 28 U.S.C. § 1355 because proceedings for collection of restitution are equivalent to proceedings for the collection of fines, and under 26 U.S.C. §§ 7402 and 7403 because the enforcement of a lien associated with federal restitution is enforceable as if it is a federal tax lien.

2. Venue is proper under 28 U.S.C. § 1395(a) because the underlying debt to the United States arose from a judgment entered by the United States District Court for the Middle District of North Carolina in the related Criminal Case against Mr. Tilley, who resides within the Middle District of North Carolina, under 28 U.S.C. § 1391(b)(1) because one or more defendants reside within the Middle District of North Carolina and all defendants are residents of the State of North Carolina, and under 28 U.S.C. § 1391(b)(2) because a substantial part of the events or omissions giving rise to the claims asserted in

this Complaint occurred, and, separately, a substantial part of the property that is the subject of this action is situated, within the Middle District of North Carolina.

Parties

3. Thomas Earl Tilley resides in Chapel Hill, North Carolina. He is named as a defendant because he owes the restitution debt sought to be collected by the United States and holds ownership interests in the subject properties.

4. Green Acres Trust is an entity created by Mr. Tilley and his son, Thomas Bruce Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

5. Investment Trust is an entity created by Mr. Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

6. MBT Trust is an entity created by Thomas Bruce Tilley and Marsha Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties and because the United States seeks to void transfers of assets to it, and by it, and a money judgment against it.

7. Thomas Bruce Tilley (a/k/a Bruce Tilley) resides in Apex, North Carolina. He is the son of Mr. Tilley and the spouse of defendant Marsha Tilley. He is named as a defendant in his personal capacity, as trustee of Green Acres Trust, as trustee of MBT Trust, as executive trustee of Investment Trust, as trustee of Realty Trust, as executive trustee of Tilley Enterprises (a/k/a Tilley Enterprises Trust), and as executive trustee of TT Farms Trust because he may claim an interest in one or more of the subject properties and

because the United States seeks to void transfers of assets to him, and by him, and a money judgment against him, as trustee of MBT Trust.

8. Marsha Tilley resides in Apex, North Carolina. She is the daughter-in-law of Mr. Tilley and the spouse of defendant Thomas Bruce Tilley. She is named as a defendant in her personal capacity and as trustee of MBT Trust because she may claim an interest in one or more of the subject properties.

9. Iris Tilley resides in Chapel Hill, North Carolina. She is the spouse of Mr. Tilley. She is named as a defendant in her personal capacity and as trustee of Investment Trust, as trustee of Tilley Six Trust, and as trustee of TT Farms Trust because she may claim an interest in one or more of the subject properties.

10. Realty Trust is an entity created by Mr. Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

11. Upon information and belief, Larry Rhinehardt resides in Durham, North Carolina. He is named as a defendant in his capacity as trustee of Realty Trust, and not in his personal capacity, because he may claim an interest in one or more of the subject properties.

12. Siri Camp Trust is an entity created by Mr. Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

13. Tilley Enterprises (a/k/a Tilley Enterprises Trust) is an entity created by Mr. Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

14. Tilley Six Trust is an entity created by Mr. Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

15. TT Farms Trust is an entity created by Mr. Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

16. Virginia Mortgage Company is an entity created by Mr. Tilley. It is named as a defendant because it may claim an interest in one or more of the subject properties.

17. Upon information and belief, Melba George resides in Pittsboro, North Carolina. She is named as a defendant in her capacity as trustee of Virginia Mortgage Company, and not in her personal capacity, because she may claim an interest in one or more of the subject properties.

18. Upon information and belief, R. Nelson Richardson resides in Graham, North Carolina. He is named as a defendant in his capacity as trustee under a deed of trust dated May 3, 2018, and recorded on May 3, 2018, at Book 3768, Page 682 in the Register of Deeds for Alamance County, North Carolina, in favor of MBT Trust, and not in his personal capacity, because he may claim an interest in one or more of the subject properties.

19. Upon information and belief, Carolyn Cleveland resides in Fuquay Varina, North Carolina. She is named as a defendant because she may claim an interest in one or more of the subject properties and because the United States seeks to void a transfer of an asset to her.

20. The City of Durham, North Carolina, is a municipal corporation and body politic under the laws of the State of North Carolina. It is named as a defendant because it may claim an interest in one or more of the subject properties.

21. The County of Durham, North Carolina, is a county corporation and body politic under the laws of the State of North Carolina. It is named as a defendant because it may claim an interest in one or more of the subject properties.

22. The County of Granville, North Carolina, is a county corporation and body politic under the laws of the State of North Carolina. It is named as a defendant because it may claim an interest in one or more of the subject properties.

23. The Town of Butner, North Carolina, is a municipal corporation and body politic under the laws of the State of North Carolina. It is named as a defendant because it may claim an interest in one or more of the subject properties.

24. The County of Wake, North Carolina, is a county corporation and body politic under the laws of the State of North Carolina. It is named as a defendant because it may claim an interest in one or more of the subject properties.

25. Upon information and belief, CACH, LLC, is a Colorado Limited Liability Company with its principal place of business in Denver, Colorado. It is named as a defendant because it may claim an interest in one or more of the subject properties.

26. Upon information and belief, Midland Funding, LLC, is a Delaware Limited Liability Company with its principal place of business in San Diego, California. It is named as a defendant because it may claim an interest in one or more of the subject properties.

27. State Employees' Credit Union is a North Carolina state chartered credit union with its principal place of business in Raleigh, North Carolina. It is named as a defendant because it may claim an interest in one or more of the subject properties.

28. Waste Industries, LLC, is a North Carolina Limited Liability Company with its principal place of business in Raleigh, North Carolina. It is named as a defendant because it may claim an interest in one or more of the subject properties.

The 35 Subject Real Properties

29. The 35 subject properties are detailed in Exhibit 1, attached hereto and incorporated herein.¹ They have a total tax value in excess of \$5 million.

30. The properties can be organized as follows:

a. First, there are 8 properties that, according to public record, continue to be held by nominee entities that Mr. Tilley created long ago and has used for years to hide his assets and avoid his federal tax debts. These are Properties 3, 4, 5, 6, 23, 31, 33, and 35.

b. Second, there are 26 properties that, according to public record, Mr. Tilley, acting through his nominee entities, transferred in 2017, to MBT Trust, or Thomas Bruce Tilley, as trustee of MBT Trust, for no consideration and without receiving reasonably equivalent value. These are Properties 1, 2, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 24, 25, 26, 27, 28, 29, 30, and 34. It is possible that Mr. Tilley has

¹ Exhibit 1 uses a shorthand name for each property (e.g., "Property 1", "Property 2", "Property 3"). That practice is adopted and used herein.

transferred additional properties, with the deeds evidencing such transfers being unrecorded. MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, hold these properties as Mr. Tilley's nominees, with the exception of four of the properties. Properties 1, 11, and 26 were subsequently sold to third parties apparently in bona fide sales. Property 27 was subsequently transferred to defendant Carolyn Cleveland for, upon information and belief, no consideration and without receiving reasonably equivalent value. Additional facts concerning these transfers are alleged below.

c. Finally, there is a single property -- Property 32 -- that is held by Mr. Tilley, Iris Tilley, Thomas Bruce Tilley, and Marsha Tilley in a concurrent estate.

General Allegations

Mr. Tilley's Conviction and Restitution Debt

31. On September 21, 2015, the United States District Court for the Middle District of North Carolina entered its Judgment in the Criminal Case and adjudicated Mr. Tilley guilty of Forcible Interference with the Administration of Internal Revenue Laws in violation of 26 U.S.C. § 7212(a). The Court sentenced Mr. Tilley to a term of 32 months of imprisonment followed by 12 months of supervised release. The Court also ordered Mr. Tilley to pay a special assessment in the amount of \$100.00 and restitution in the amount of \$7,676,757.00 to the Internal Revenue Service (the "IRS").

32. As of June 24, 2019, payments totaling \$2,409,445.90 have been credited toward Mr. Tilley's debt. The total amount due and owing is \$6,673,145.35, which includes restitution and special assessment principal in the amount of \$5,267,411.10, a delinquent

penalty in the amount of \$562,293.70, and a default penalty in the amount of \$843,440.55.

No interest is accruing on the debt.

Mr. Tilley's Scheme to Avoid Collection of Taxes and Hide Assets – Pre-Conviction

33. Mr. Tilley is a self-employed real estate investor who has bought and sold real properties throughout North Carolina and Virginia. Mr. Tilley's current holdings include properties that are the subject of this action.

34. Beginning in 1993 and continuing through at least 2010, Mr. Tilley corruptly endeavored to impede and obstruct the due administration of the IRS by, among other means, sending fraudulent financial instruments to the IRS in an attempt to fraudulently discharge his tax debts, using nominee and sham trusts and other entities to purchase and sell real estate, placing false liens on properties to impede collection of debt, and failing to file tax returns for himself and the entities under his control.

35. Through an elaborate scheme of sham trusts, fake corporations, and other nominee entities, Mr. Tilley attempted to hide both his income and assets, including real property assets, from the IRS and thereby prevent the IRS from assessing his taxes due or from collecting the substantial tax debt he owed for the years in which his tax liability had been assessed.

36. The nominee entities through which Mr. Tilley conducted business and held real property included, among other entities, the following: Investment Trust, Realty Trust, Siri Camp Trust, Tilley Enterprises, Tilley Six Trust, TT Farms Trust, and Virginia Mortgage Company.

37. In an effort to conceal his ownership of assets beyond simply titling his real estate holdings in those nominee names, Mr. Tilley further filed false and fraudulent “federal common law liens” on those properties. Those “liens” ostensibly secured an actual debt to a third-party financial institution. In reality, the liens were in favor of Mr. Tilley’s trust, the Virginia Mortgage Company, and were not related to an actual debt or investment. The effect of titling the property in nominee names and then recording fake liens was to obstruct IRS efforts to attach valid federal tax liens to Mr. Tilley’s property to secure his debts.

38. When conducting real estate sales, Mr. Tilley instructed the closing attorneys to make checks payable to these nominee entities and then deposited the proceeds into accounts he controlled. Mr. Tilley used those funds to conduct business as well as to finance his lifestyle, but by keeping his name and Social Security Number out of the transaction, did so in a way that frustrated IRS attempts to identify the source and amount of his income.

39. In particular, and among other instances, on or about March 1, 1995, Mr. Tilley signed a \$1,000,000.00 fraudulent lien in favor of the Virginia Mortgage Company and caused it to be filed on numerous properties in Ashe County, North Carolina, that were nominally owned by the TT Farms Trust, but which were in fact controlled by Mr. Tilley. Further, on or about December 18, 1996, Mr. Tilley signed a \$2,000,000.00 fraudulent lien in favor of the Virginia Mortgage Company and caused it to be filed on numerous

properties in Durham County, North Carolina, that were nominally owned by the B&R Farms Trust, but which were in fact controlled by Mr. Tilley.

40. On or about March 2, 2006, Mr. Tilley, acting through the TT Farms Trust, sold 168 acres of land in Ashe County, North Carolina, for \$1,750,000.00, released the fraudulent lien he had previously filed against that property as described above, and directed the closing attorney to pay \$1,352,867.17 to Virginia Mortgage Company to “pay off” the fraudulent lien. The closing attorney reported the \$1,750,000.00 in gross sales proceeds to the IRS via a substitute Form 1099-S, and Mr. Tilley provided the TIN of Tilley Enterprises to the closing attorney for use on that form. In fact, the check for the sales proceeds was deposited into a bank account in the name of Mr. Tilley’s wife, Iris Tilley.

41. On or about May 2, 2007, Mr. Tilley, acting for the Tilley Six Trust and another of his nominee entities he called B&R Farms Trust, signed a contract to sell two pieces of real estate on Farrington Road, Chapel Hill, Durham County, North Carolina, to a commercial property developer for \$4,250,000.00 in a multi-stage closing. On or about December 23, 2008, in connection with the Farrington Road property sale, Mr. Tilley, acting through B&R Farms Trust, conveyed approximately sixteen acres of property on Farrington Road to the purchaser. Mr. Tilley directed the purchaser to make the periodic interest payments required by the sales contract to “Thomas Tilley, Trustee,” and Mr. Tilley began depositing the payments into the bank account of Global Enterprises, a Bahamas-based corporation and nominee that he controlled.

42. On or about December 23, 2008, Mr. Tilley directed the title company handling the closing of the Farrington Road property sale to pay the sale proceeds, in the amount of \$1,543,633.02, to Virginia Mortgage Company and B&R Farms Trust. Mr. Tilley endorsed the check and deposited it into a bank account in his wife's name.

43. On or about April 8, 2009, and April 13, 2009, Mr. Tilley caused fraudulent UCC financing statements in favor of Siri Camp Trust to be filed with the registers of deeds for various counties in North Carolina, including: Alamance (at Book 2804, Pages 801 - 803), Ashe (Book 395, Pages 1378 - 1380), Chatham (at Book 1453, Pages 66 - 69), Durham (at Book 6187, Pages 307 - 311), and Lenoir (at Book 1571, Pages 305 - 307). The financing statements purported to encumber numerous real properties in those counties that were owned by Mr. Tilley and held in the names of his nominee entities, including properties that are the subject of this action.

44. On or about May 18, 2009, Mr. Tilley caused a fraudulent UCC financing statement in favor of Green Acres Trust to be filed with the Register of Deeds for Lenoir County, North Carolina, at Book 1574, Pages 373 through 375. The financing statement purported to encumber Mr. Tilley's undivided interest in Property 32.

45. As a further part of his scheme to obstruct the IRS, Mr. Tilley submitted fraudulent financial documents to the United States Department of Treasury purporting to discharge the debts he owed to the IRS and other creditors. By submitting false payments, Mr. Tilley intended to mislead the IRS and obstruct their efforts to collect the tax he owed.

Further, Mr. Tilley notarized and filed documents purporting to renounce his United States citizenship despite cashing his Social Security benefits on a regular monthly basis.

46. In particular, and among other instances, on or about August 10, 2007 – approximately one month after being notified by the IRS that he owed over \$5,400,000.00 in taxes, penalties, and interest for 2000 and 2001 – Mr. Tilley signed, and caused to be mailed to the United States Treasury, a fraudulent document titled “Non-negotiable bill of exchange.” The “bill of exchange” purported to be worth \$100,000,000.00 but in fact was worthless. On or about February 26, 2009, Mr. Tilley signed and caused to be mailed to the United States Treasury a fraudulent “private registered bond for setoff.” This “bond” purported to be worth \$100,000,000,000.00 and claimed to settle any “bills, taxes, claims or the like,” but in fact it was worthless. On or about March 9, 2009, Mr. Tilley signed and caused to be mailed to the United States Treasury a fraudulent “Registered Private Offset Bond.” The “bond” purported to be worth \$10,000,000.00 and claimed that, among other things, it was a payment and satisfaction of all Mr. Tilley’s taxes and any associated liens and “true bills” (i.e., criminal indictments), but in fact it was worthless.

47. Mr. Tilley’s conviction in the Criminal Case was largely predicated on the fact that Investment Trust, Realty Trust, Siri Camp Trust, Tilley Enterprises, Tilley Six Trust, TT Farms Trust, and Virginia Mortgage Company, and other entities not involved in this action, are nominee and sham entities created and used by Mr. Tilley to hold and conceal his ownership of real property assets and to avoid collection of his federal tax debts.

Mr. Tilley's Scheme to Avoid Collection of Taxes and Hide Assets – Post-Conviction

48. Mr. Tilley has continued his scheme after his conviction and incarceration, to present.

49. Despite the Court ordering him to do so, Mr. Tilley has refused to disclose his true real estate assets to the United States and has not voluntarily paid his restitution debt, with the exception of a single \$2,000.00 payment made on June 14, 2019.

50. While incarcerated in 2017, Mr. Tilley sought to obstruct efforts to collect his restitution debt in several ways. These included filing fraudulent UCC financing statements, transferring at least 26 properties to MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, to hold as his nominee, and selling, or attempting to sell, several of those properties without paying the sale proceeds toward his restitution debt.

51. On or about May 19, 2017, and May 22, 2017, Mr. Tilley caused fraudulent UCC financing statements in favor of himself to be filed with the Register of Deeds for Durham County, North Carolina, at Book 8187, Pages 151 and 152, and at Book 8188, Page 668.

52. Beginning on or about May 5, 2017, Mr. Tilley transferred record title to 26 of subject properties -- Properties 1, 2, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 24, 25, 26, 27, 28, 29, 30, and 34 -- from Investment Trust, Realty Trust, Tilley Enterprises, and TT Farms Trust to MBT Trust and Thomas Bruce Tilley, as trustee for MBT Trust. The dates of, and deed references for, the transfers are set forth in Exhibit 1.

It is possible that Mr. Tilley has transferred additional properties, with the deeds evidencing such transfers being unrecorded.

53. At Mr. Tilley's direction, Thomas Bruce Tilley signed the deeds evidencing the transfers as "executive trustee" of Investment Trust, Tilley Enterprises, and TT Farms Trust, and as "trustee" of Realty Trust. Thomas Bruce Tilley has never actually served as a trustee of those entities.

54. MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, gave no valuable consideration for the transfers.

55. Neither Mr. Tilley, Investment Trust, Realty Trust, Tilley Enterprises, nor TT Farms Trust received reasonably equivalent value for the transfers.

56. Mr. Tilley did not disclose the transfers to the United States.

57. Following the transfers, Mr. Tilley continued to hold all legal rights associated with ownership of the 26 properties.

58. Subsequently, Thomas Bruce Tilley actively marketed at least some of the 26 properties and sold or otherwise transferred 4 of them.

59. Upon information and belief, on or about June 28, 2017, Mr. Tilley, through Thomas Bruce Tilley, Marsha Tilley, and MBT Trust, sold Property 26 to CMH Homes, Inc., for \$24,000. The United States did not receive notice of sale or any sale proceeds. In order to complete the sale, Thomas Bruce Tilley, acting at Mr. Tilley's direction, on July 6, 2017, recorded with the Register of Deeds of Harnett County, North Carolina, a formal

release of the false and fraudulent “federal common law lien” in favor of Virginia Mortgage Company referred to above in paragraph 37.

60. Upon information and belief, on or about October 30, 2017, Mr. Tilley, through Thomas Bruce Tilley and MBT Trust, sold Property 11 to William Paul Thomas for \$81,000. The United States did not receive notice of sale or any sale proceeds.

61. Upon information and belief, on or about April 25, 2018, Mr. Tilley, through Thomas Bruce Tilley and MBT Trust, sold Property 1 to Kevin Matthew Clark for \$60,000. The United States did not receive notice of sale or any sale proceeds. Upon information and belief, Mr. Clark acquired the property subject to a purchase money deed of trust that he granted to MBT Trust.

62. On or about December 6, 2018, Mr. Tilley, through Thomas Bruce Tilley and MBT Trust, transferred record title to Property 27 to Carolyn Cleveland. The United States did not receive notice of the transfer or any sale proceeds. Upon information and belief, Carolyn Cleveland gave no consideration, and MBT Trust did not receive reasonably equivalent value, in the exchange.

Additional General Allegations

63. Except for the 3 properties that Mr. Tilley sold to CMH Homes, Inc., William Paul Thomas, and Kevin Matthew Clark, Mr. Tilley continues to own the subject properties and hold all legal rights associated with ownership.

64. Mr. Tilley has exercised dominion and control over the properties and treated them as his own, and he continues to do so. Mr. Tilley alone has the power to control the properties and enjoys the income and all other benefits derived from them.

65. Upon information and believe, the properties are substantially all of Mr. Tilley's assets.

66. Mr. Tilley created and has always controlled Investment Trust, Realty Trust, Tilley Enterprises, Tilley Six Trust, TT Farms Trust, and Virginia Mortgage.

67. Mr. Tilley uses Investment Trust, Realty Trust, Tilley Enterprises, Tilley Six Trust, TT Farms Trust, and Virginia Mortgage to conceal his ownership of real estate assets and the value of those assets from the IRS, the United States District Court, the United States Probation Office, and the United States Attorney's Office for the Middle District of North Carolina.

68. Investment Trust, Realty Trust, Tilley Enterprises, Tilley Six Trust, TT Farms Trust, and Virginia Mortgage Company each has no employees, no actual manager or trustee, and no legitimate function. The entities exist to further Mr. Tilley's unlawful scheme, as described above.

69. Although certain deeds describe various individuals other than Mr. Tilley as trustees of Investment Trust, Realty Trust, Tilley Enterprises, Tilley Six Trust, TT Farms Trust, and Virginia Mortgage Company, those individuals are not actual trustees and have never performed legitimate functions for those entities.

70. Although Thomas Bruce Tilley refers to himself as an “executive trustee” of Investment Trust, Tilley Enterprises, and TT Farms Trust, and a “trustee” of Realty Trust, he has never served as an actual trustee of any of those entities. Thomas Bruce Tilley has always acted on behalf of those entities at the direction of Mr. Tilley.

71. Iris Tilley, although referred to as a trustee of Investment Trust, Tilley Six Trust, and TT Farms Trust, has never served as an actual trustee of any of those entities. She has always acted on behalf of those entities at the direction of Mr. Tilley.

72. Melba George, although referred to as a trustee of Virginia Mortgage Company, has never served as an actual trustee of Virginia Mortgage Company. She has always acted on behalf of Virginia Mortgage Company at the direction of Mr. Tilley.

73. Larry Rhinehardt, although referred to as a trustee of Realty Trust, has never served as an actual trustee of Realty Trust. He has always acted on behalf of Realty Trust at the direction of Mr. Tilley.

Count I Lien Enforcement

74. The United States repeats and incorporates by reference the allegations set forth above in paragraphs 3 through 73 as though fully set forth in this paragraph.

75. Upon the Court’s entry of Judgment in the Criminal Case on September 21, 2015, a lien in favor of the United States and securing Mr. Tilley’s restitution debt arose and attached to all property and rights to property belonging to Mr. Tilley, pursuant to 18 U.S.C. § 3613(c). The lien remains valid and subsisting.

76. Investment Trust, Realty Trust, Tilley Enterprises Tilley Six Trust, TT Farms Trust, and Virginia Mortgage Company are Mr. Tilley's nominees for the purposes of holding record title to 8 of the subject properties -- Properties 3, 4, 5, 6, 23, 31, 33, and 35 -- and transferring 26 of the properties -- Properties 1, 2, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 24, 25, 26, 27, 28, 29, 30, and 34 -- to MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust.

77. MBT Trust, Thomas Bruce Tilley, as trustee of MBT Trust, are Mr. Tilley's nominees for the purpose of holding record title to 22 of the properties -- Properties 2, 7, 8, 9, 10, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 24, 25, 28, 29, 30, and 34 -- and were Mr. Tilley's nominees for the purpose of holding record title to Property 27, record title to which is now held by Carolyn Cleveland as Mr. Tilley's nominee.

78. MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, were Mr. Tilley's nominees for the purpose of holding record title to, and then selling 3 of the properties -- Properties 1, 11, and 26 -- to third parties and holding any proceeds, promissory notes and deeds of trust, associated with those sales.

79. The United States' lien is attached to, and enforceable against, the following:

- a. Properties 2, 3, 4, 5, 6, 7, 8, 9, 10, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 27, 28, 29, 30, 31, 32, 33, 34, and 35 (i.e., all subject properties except the 3 sold to third parties); and,

b. sale proceeds, and the promissory note and purchase money deed of trust, if any, associated with the sales of Properties 1, 11, and 26 (i.e., the properties sold to third parties).

80. The United States is entitled to enforce its lien against all subject properties, except Properties 1, 11, and 26, through sales of those properties subject to Order of the Court.

81. The United States is entitled to enforce its lien against any personal property associated with the sales of Properties 1, 11, and 26, including any proceeds, promissory notes, and deeds of trust.

82. The United States is entitled to collect Mr. Tilley's restitution debt, plus any surcharge authorized by the law, from the proceeds, after payment of valid and reasonable costs and valid superior encumbrances of record, resulting from the enforcement of its lien.

Count II
Avoidance of Transfers to MBT Trust and Thomas Bruce Tilley,
as Trustee of MBT Trust, under the FDCPA

83. The United States repeats and incorporates by reference the allegations set forth above in paragraphs 3 through 73 and 75 through 82 as though fully set forth in this paragraph.

84. Prior to the transfers of the 26 properties to MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, each of the properties constituted an "asset" and "property" of Mr. Tilley as those terms are defined and used in the FDCPA.

85. Each transfer constituted a “transfer” to an “insider” as those terms are defined and used in the FDCPA.

86. At the time of the transfers, Thomas Bruce Tilley, Marsha Tilley, and MBT Trust were aware of Mr. Tilley’s felony conviction, restitution debt, and sentence in the Criminal Case.

87. The transfers were made by Mr. Tilley and Thomas Bruce Tilley with the actual intent to hinder, delay, and defraud the United States and its collection of Mr. Tilley’s restitution debt.

88. The transfers rendered Mr. Tilley insolvent and with insufficient assets from which to pay his restitution debt.

89. The United States is entitled under the FDCPA to void the transfers.

Count III
Money Judgment against MBT Trust and Thomas Bruce Tilley,
as Trustee of MBT Trust, under the FDCPA

90. The United States repeats and incorporates by reference the allegations set forth above in paragraphs 3 through 73, 75 through 82, and 84 through 89 as though fully set forth in this paragraph.

91. The United States is entitled under the FDCPA to a money judgment against MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, for the value of the assets transferred to them, or the amount necessary to satisfy Mr. Tilley’s restitution indebtedness, whichever is less.

Count IV
Avoidance of Transfers to MBT Trust and Thomas Bruce Tilley,
as Trustee of MBT Trust, under the UVTA

92. The United States repeats and incorporates by reference the allegations set forth above in paragraphs 3 through 73, 75 through 82, and 86 through 88 as though fully set forth in this paragraph.

93. Prior to the transfers of the 26 properties to MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, each of the properties constituted an “asset” and “property” of Mr. Tilley as those terms are defined and used in the UVTA.

94. Each transfer constituted a “transfer” to an “insider” as those terms are defined and used in the UVTA.

95. The United States is entitled under the UVTA to void the transfers.

Count V
Money Judgment against MBT Trust and Thomas Bruce Tilley,
as Trustee of MBT Trust, under the UVTA

96. The United States repeats and incorporates by reference the allegations set forth above in paragraphs 3 through 73, 75 through 82, 86 through 88, and 93 through 95 as though fully set forth in this paragraph.

97. The United States is entitled under the UVTA to a money judgment against MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, for the value of the assets transferred to MBT Trust and Thomas Bruce Tilley, as trustee of MBT Trust, or the amount necessary to satisfy Mr. Tilley’s restitution indebtedness, whichever is less.

Count VI
Avoidance of Transfer to Carolyn Cleveland under the FDCPA

98. The United States repeats and incorporates by reference the allegations set forth above in paragraphs 3 through 73, 75 through 82, and 84 through 89 as though fully set forth in this paragraph.

99. The transfer of Property 27 to Carolyn Cleveland constituted a “transfer” as that term is defined and used in the FDCPA.

100. At the time of the transfer, Thomas Bruce Tilley and MBT Trust, were aware of Mr. Tilley’s felony conviction, restitution debt, and sentence in the Criminal Case.

101. The transfer was made by Thomas Bruce Tilley and MBT Trust, acting solely on behalf and at the direction of Mr. Tilley, with the actual intent to hinder, delay, and defraud the United States and its collection of Mr. Tilley’s restitution debt.

102. The United States is entitled under the FDCPA to void the transfer.

Count VII
Avoidance of Transfer to Carolyn Cleveland under the UVTA

103. The United States repeats and incorporates by reference the allegations set forth above in paragraphs 3 through 73, 75 through 82, 86 through 88, 93 through 95, 100, and 101 as though fully set forth in this paragraph.

104. The transfer of Property 27 to Carolyn Cleveland constituted a “transfer” as that term is defined and used in the UVTA.

105. The United States is entitled under the UVTA to void the transfer.

WHEREFORE, plaintiff United States of America respectfully requests that the Court enter Judgment in favor of the United States, as follows:

(1) determining and declaring that the United States holds a valid and subsisting lien associated with the restitution debt imposed upon defendant Thomas Earl Tilley by the United States District Court for the Middle District of North Carolina on September 21, 2015, in the related criminal case styled United States v. Thomas Earl Tilley, Case No. 1:14-CR-130 (M.D.N.C.);

(2) determining and declaring that defendants Investment Trust, MBT Trust, Thomas Bruce Tilley (a/k/a Bruce Tilley), as trustee of MBT Trust, Realty Trust, Tilley Enterprises (a/k/a Tilley Enterprises Trust), Tilley Six Trust, TT Farms Trust, and Virginia Mortgage Company are defendant Thomas Earl Tilley's nominees for the purpose of holding record title to the subject real properties listed in Exhibit 1, and/or holding other property, if any, associated with the sales of subject properties, including any sales proceeds, promissory notes, and deeds of trust;

(3) determining and declaring that the transfers of Properties 1, 2, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 24, 25, 26, 27, 28, 29, 30, and 34 to defendants MBT Trust and Thomas Bruce Tilley (a/k/a Bruce Tilley), as trustee of MBT Trust, as well as additional properties, if any, that were transferred to defendants MBT Trust and Thomas Bruce Tilley (a/k/a Bruce Tilley), as trustee of MBT Trust, and the further transfer of Property 27 to defendant Carolyn Cleveland, are fraudulent and void as to the United States;

(4) determining and declaring that the United States' lien is attached to the subject properties and senior in priority to all defendants' rights, claims, liens, or other interests, if any, to and in such properties;

(5) enforcing the United States' lien through the decreed sales of the subject real and personal properties free and clear of the rights, claims, liens, or other interests, if any, of all defendants;

(6) appointing the United States Marshals Service and/or one or more receivers to carry out such sales;

(7) determining that the net proceeds of such sales, after payment of valid and reasonable costs and valid superior encumbrances of record, if any, be disbursed to the United States to be applied to the restitution debt of defendant Thomas Earl Tilley, plus any surcharge authorized by the law, with the remaining proceeds, if any, to be then distributed among the defendants in accordance with their rights under the law;

(8) awarding a money judgment in favor of the United States and against defendants MBT Trust and Thomas Bruce Tilley (a/k/a Bruce Tilley), as trustee of MBT Trust, for the value of the assets transferred to them, in an amount to be proven, or the amount necessary to satisfy the restitution debt of defendant Thomas Earl Tilley, whichever is less; and,

(9) awarding the United States such other relief as the Court may determine is

appropriate and just.

Date: June 24, 2019

Respectfully submitted,

MATTHEW G.T. MARTIN
United States Attorney

/s/ Nathan L. Strup
Nathan L. Strup, Mo. Bar No. 60287
Assistant U. S. Attorney
Middle District of North Carolina
101 S. Edgeworth Street, 4th Floor
Greensboro, NC 27401
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Exhibit 1

The 35 Real Properties

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Property 1

Description:

All that certain lot or parcel of land situated in the Patterson Township, Alamance County, North Carolina, and more particularly described as follows:

Adjoining Big Springs Road and BEING ALL OF LOTS NUMBERED THIRTY-SIX (36) through FIFTY-SIX (56), inclusive, Section H of Cane Mountain Resort, Inc., as shown on Plat Book 18 at page 49 of the Alamance County Registry, to which reference is hereby made for a more particular description.

Commonly known as: 6526 Big Spring Road, Snow Camp, North Carolina

County: Alamance

Parcel ID No(s).: 8779016301

Titled to: Kevin Matthew Clark

Transfer(s): Investment Trust to Bruce Tilley, as Trustee for MBT Trust, on July 18, 2017, deed recorded July 18, 2017, at Book 3679, Page 908.

Bruce Tilley and Marsha Tilley, Trustees MBT Trust, to Kevin Matthew Clark on April 25, 2018, deed recorded May 3, 2018, Book 3768, Page 677.

Nominee notice(s) of lien: None

Property 2

Description:

All that certain lot or parcel of land situated in the City of Graham, Alamance County, North Carolina, and more particularly described as follows:

ADJOINING ASHBURN STREET, LOTS 13, 14, 17 AND 19, AND BEING ALL OF LOT NUMBER EIGHTEEN (18), BLOCK "H" OF GREENWAY PARK SUBDIVISION, SECTION 2-D, AS SHOWN BY PLAT RECORDED IN THE OFFICE OF THE REGISTER OF DEEDS FOR ALAMANCE COUNTY, NORTH CAROLINA, IN PLAT BOOK 11, AT PAGE 91.

The property being the same property described in the Special Warranty Deed dated March 21, 2007, and recorded April 24, 2007, at Book 2560, Pages 36-37.

Commonly known as: 405 Ashburn Drive, Graham, North Carolina

County: Alamance

Parcel ID No(s).: 8884750048

Titled to: MBT Trust

Transfer(s): Realty Trust to MBT Trust on December 12, 2017, deed recorded March 13, 2019, at Book 03858, Pages 0559-0560.

Nominee notice(s) of lien: August 15, 2018, 18M487 (Realty Trust)
[TBD] (MBT Trust)

Property 3

Description:

All that certain lot or parcel of land situated in Pine Swamp Township, Ashe County, North Carolina, and more particularly described as follows:

That property lying between points 1 and 14 on the map attached as Exhibit "A" to North Carolina General Warranty Deed dated May 12, 2003, and recorded May 29, 2003, at Book 294, Pages 2141-2143.

The property being the same property described in the North Carolina General Warranty Deed dated May 12, 2003, and recorded May 29, 2003, at Book 294, Pages 2141-2143.

Commonly known as: [N/A; located in Fleetwood, North Carolina]

County: Ashe

Parcel ID No(s).: 15235 284

Titled to: Thomas E. Tilley, Trustee, and Iris M. Tilley, Trustee, for TT Farms Trust

Transfer(s): [N/A]

Nominee notice(s) of lien: August 6, 2018, 18M44 (TT Farms Trust)

Property 4

Description:

All that certain lot or parcel of land situated in Pine Swamp Township, Ashe County, North Carolina, and more particularly described as follows:

BEGINNING on a railroad spike in the center of S.R. 1169, said spike being located South 67 deg. 29' 53" West 100.43 feet from a pk nail in the center of S. R. 1169 over Snake Den Branch; THENCE leaving said road and with the West side of a soil drive as follows: South 32 deg. 28' 11" East 25.42 feet to a ½" rebar, South 29 deg. 29' 18" East 20.98 feet to a ½" rebar, South 10 deg. 40' 59" West 34.92 feet to a ½" rebar, South 16 deg. 10' 00" West 78.76 feet to a ½" rebar, South 06 deg. 19' 03" West 299.72 feet to a ½" rebar. South 07 deg. 29' 02" West 97.61 feet to a ½" rebar, South 17 deg. 44' 19" West 47.09 feet to a ½" rebar, South 21 deg. 14' 40" West 62.83 feet to a ½" rebar, South 07 deg. 09' 08" West 48.48 feet to a ½" rebar, South 11 deg. 09' 06" East 44.66 feet to a ½" rebar, South 19 deg. 30' 37" East 52.50 feet to a ½" rebar, South 22 deg. 43' 55" East 58.67 feet to a ½" rebar, South 25 deg. 50' 18" East 140.88 feet to a ½" rebar on the West side of said soil drive and over a branch; THENCE up and with the center of said branch as follows: South 67 deg. 43' 38" West 17.94 feet, South 75 deg 33' 44" West 20.05 feet, South 89 deg. 42' 42" West 30.32 feet South 76 deg. 13' 10" West 35.96 feet, North 89 deg. 39' 22" West 21.22 feet, South 77 deg. 46' 44" West 24.23 feet, South 73 deg. 20' 54" West 18.88 feet, South 40 deg. 48' 17" West 20.79 feet, South 64 deg. 38' 12" West 22.27 feet, South 45 deg. 16' 33" West 16.28 feet, South 85 deg. 48' 46" West 28.37 feet, North 87 deg. 25' 33" West 63.72 feet, South 73 deg. 18' 31" West 69.85 feet, South 84 deg. 06' 32" West 70.15 feet, South 80 deg. 21' 22" West 32.59 feet, North 67 deg. 33' 49" West 20.80 feet, South 77 deg. 08' 05" West 24.91 feet, North 85 deg. 29' 19" West 32.61 feet South 74 deg. 20' 25" West 32.31 feet, North 87 deg. 33' 08" West 74.35 feet, North 70 deg. 38' 37" West 48.45 feet, North 72 deg. 51' 40" West 22.86 feet, South 83 deg. 49' 38" West 26.35 feet, South 56 deg. 42' 13" West 22.75 feet, North 78 deg. 10' 36" West 48.19 feet, South 81 deg. 47' 33" West 56.17 feet, South 76 deg. 44' 10" West 10.85 feet, THENCE leaving said branch, North 27 deg. 58' 00" West 21.00 feet to a ½" rebar; THENCE containing North 27 deg. 58' 00" West 549.62 feet to a 60p spike in a double oak; THENCE North 33 deg. 10' 19" West 369.34 feet to an iron pipe (found); THENCE North 48 deg. 11' 00" West 373.80 feet to an iron pipe (found); THENCE North 07 deg. 52' 54" East 208.94 feet to an iron pipe (found), said pipe being the Southeast corner of Hailey's Db. 199, Pg. 966, Ashe County Registry, said pipe being located North 01 deg. 26' 43" East 36.36 feet from an iron pipe (found) which is located North 01 deg. 28' 57" East 117.48 feet from an iron pipe (found) which is located South 78 deg. 49' 51" West 358.20 feet from an iron pipe (found) the Southwest corner of Db. 199, Pg. 966; THENCE with Hailey, North 33 deg. 38' 22" East 664.60 feet to a ½" rebar of

Exhibit 1

the South bank of S. R. 1169; THENCE continuing North 33 deg. 38' 22" East 30.00 feet to a railroad spike in the center of S. R. 1169; THENCE with the center of S. R. 1169 as follows: South 44 deg. 27' 16" East 62.29 feet to a nail and cap, South 43 deg. 19' 15" East 44.76 feet to a nail and cap, South 41 deg. 24' 03" East 41.72 feet to a nail and cap, South 38 deg. 30' 39" East 36.47 feet to a nail and cap, South 36 deg. 14' 37" East 31.52 feet to a nail and cap, South 34 deg. 34' 04" East 44.66 feet to a nail and cap, South 34 deg. 33' 39" East 37.74 feet to a nail and cap, South 36 deg. 55' 01" East 35.23 feet to a nail and cap, South 40 deg. 15' 36" East 34.22 feet to a nail and cap, South 42 deg. 22' 42" East 33.77 feet to a nail and cap, South 43 deg. 27' 54" East 32.03 feet to a nail and cap, South 44 deg. 50' 34" East 43.42 feet to a nail and cap, South 45 deg. 50' 08" East 43.09 feet to a nail and cap, South 47 deg. 05' 53" East 31.84 feet to a nail and cap, South 49 deg. 42' 50" East 38.02 feet to a nail and cap, South 52 deg. 24' 25" East 34.26 feet to a nail an cap, South 55 deg. 19' 44" East 32.77 feet to a nail and cap, South 57 deg. 37' 09" East 38.18 feet to a nail and cap, South 59 deg. 37' 34" East 65.40 feet to a nail and cap, South 59 deg. 20' 16" East 39.45 feet to a nail and cap, South 58 deg. 16' 16" East 33.69 feet to a nail and cap, South 57 deg. 33' 25" East 52.99 feet to a nail and cap, South 59 deg. 20' 07" East 31.31 feet to a nail and cap, South 62 deg. 15' 28" East 26.07 feet to a nail and cap, South 66 deg. 47' 06" East 21.22 feet to a nail and cap, South 70 deg. 41' 34" East 27.55 feet to a nail and cap, South 73 deg. 19' 26" East 39.87 feet to a nail and cap, South 71 deg. 55' 26" East 32.62 feet to a nail and cap, South 67 deg. 54' 04" East 28.07 feet to a nail and cap, South 64 deg. 01' 40" East 26.80 feet to a nail and cap, South 59 deg. 56' 13" East 26.76 feet to a nail and cap, South 56 deg. 15' 36" East 27.32 feet to a nail and cap, South 52 deg. 53' 22" East 29.46 feet to nail and cap, South 50 deg. 20' 51" East 47.45 feet to a nail and cap, South 51 deg. 28' 47" East 25.32 feet to a nail and cap, South 55 deg. 08' 31" East 24.80 feet to a nail and cap, South 60 deg. 39' 36" East 19.82 feet to a nail and cap. South 67 deg. 38' 13" East 17.51 feet to a nail and cap, South 74 deg. 25' 33" East 17.79 feet to a nail and cap, South 82 deg. 37' 50" East 17.16 feet to a nail and cap, South 89 deg. 48' 11" East 16.08 feet to a nail and cap, North 79 deg. 45' 44" East 17.62 feet to a nail and cap, North 77 deg. 39' 04" East 15.61 feet to a nail and cap, North 73 deg. 34' 59" East 16.72 feet to a nail and cap, North 70 deg. 11' 29" East 21.17 feet to a nail and cap, North 68 deg. 39' 25" East 43.53 feet to the BEGINNING.

CONTAINING 39.22 ACRES, MORE OR LESS by Coordinate Computation.

Included in the above is the Southern Right of way for S. R., 1169.

For further reference see Db G3, Pg. 74 of the Ashe County Registry.

Included in the above is a high tension transmission easement to Blue Ridge Electric Power Co-op.

Exhibit 1

The above-described property being the same property described in the Warranty Deed dated April 23, 2003, and recorded April 23, 2003, at Book 292, Pages 1540 through 1543.

Commonly known as: [N/A; located in Fleetwood, North Carolina]

County: Ashe

Parcel ID No(s).: 15235 284

Titled to: Thomas E. Tilley, Trustee, and Iris M. Tilley, Trustee, for TT Farms Trust

Transfer(s): [N/A]

Nominee notice(s) of lien: August 6, 2018, 18M45 (TT Farms Trust)

Property 5

Description:

All that certain lot or parcel of land situated in Old Fields Township, Ashe County, North Carolina, and more particularly described as follows:

BEING all of that parcel or tract of land containing 8.00 acres, as shown on plat thereof entitled "Record Map For Tilley Six Trust", dated May 30, 2006, prepared by Thomas Herman Company, PLLC, Professional Land Surveyor, Job # 060304, recorded in Plat Book 6, Page 327, Ashe County Registry, reference to which plat is hereby made for a more particular description of same.

Including and subject to that certain Sixty (60) Ft. Right of Way Easement more particularly described in Deed Book 348, Page 1025, Ashe County Registry, along with the right of ingress and egress along the existing bridge leading up to and accessing the above described 8.00 Acres Tract.

The property being the same property described in the Warranty Deed dated June 21, 2006, and recorded June 23, 2006, at Book 349, Pages 211 through 212.

Commonly known as: [N/A; located in Fleetwood, North Carolina]

County: Ashe

Parcel ID No(s).: 15198 141

Titled to: Thomas E. Tilley, Trustee, and Iris M. Tilley, Trustee for Tilley Six Trust

Transfer(s): [N/A]

Nominee notice(s) of lien: August 6, 2018, 18M46 (Tilley Six Trust)

Property 6

Description:

All of the land situated in the County of Ashe, State of North Carolina, and bounded and described as follows, to-wit:

Being a portion of the property conveyed to Frederic D. Seifer and wife, Deborah J. Cestaro-Seifer in that certain Deed recorded in Deed Book 183, Page 43-45; and all the property recorded in Deed Book 181, Page 1469-1472, and Deed Book 183, Page 518-520 of the Ashe County Registry, and being more particularly described as follows:

BEGINNING on a fence post at the northeastern corner of Lot 6 of River Run, said post being South 78-58-58 East 0.20 feet from a 1/2 inch rebar found; thence with the Eastern and Southern line of Lot 6 and Lot 4 six courses: (1) South 06-24-24 West 483.68 feet to a 1/2 inch conduit found; (2) South 69-53-47 West 423.75 feet to a point; (3) North 77-37-18 West 45.00 feet to a 1/2 inch conduit found; (4) North 77-37-18 West 150.01 feet to a 1/2 inch conduit found; (5) South 78-03-00 West 393.03 feet to a cottonwood; (6) South 78-02-22 West 4.36 feet to a point on the East bank of the South Fork of the New River; thence with said East bank six courses: (1) North 03-38-11 West 60.82 feet to a point; (2) North 09-24-31 West 161.75 feet to a point; (3) North 21-33-46 West 77.03 feet to a cottonwood; (4) North 23-58-10 West 127.83 feet to a point; (5) North 45-14-43 West 92.48 feet to a point; (6) North 57-08-23 West 110.04 feet to a 1/2 inch rebar found; thence with the Western line two courses: (1) North 56-01-00 East 597.05 feet to a 1/2 inch rebar found; (2) North 55-51-41 East 173.00 feet to a point in the centerline of a proposed 60 foot right of way; thence with said centerline six courses; (1) South 65-24-01 East 62.24 feet to a point; (2) South 76-08-29 East 412.32 feet to a point; (3) South 53-11-54 East 146.46 feet to a point; (4) South 52-52-12 East 22.23 feet to a point; (5) South 47-13-26 East 30.15 feet to a point; (6) South 45-42-09 East 51.07 feet to a point; thence South 35-06-07 East 19.04 feet to the BEGINNING, containing 19.344 acres as calculated by coordinate geometry, from field data gathered by The Thomas Herman Company, NCRLS L-2633, dated November 6, 1995.

The above described property is a composite description of the following properties and is also described as follows:

1) All of Lots 4, 5, and 6 of River Run at the Foot Bridge on the South Fork as shown on the revised subdivision plat recorded in Plat Book 5, Page 253, Ashe County, North Carolina, Public Registry, together with a non-exclusive road right-of-way easement over and across the subdivision roads as shown on said subdivision plat.

Exhibit 1

2) A 2.538 acre tract, being the 6.518 acre tract described in Deed recorded in Deed Book 183, Page 43, Ashe County Public Registry, less and except a 3.98 acre tract conveyed in Book 183

at Page 521, to which deeds reference is hereby made.

3) A 2.895 acre tract as described in Deed recorded in Deed Book 183, Page 518, Ashe County Public Registry, to which deed reference is hereby made.

Subject to the following:

1) Restrictive Covenants and other terms and conditions described in Declaration of Restrictions recorded in Deed Book 181, Page 1461, Ashe County Public Registry and Deed recorded in Book 181, Page 1469.

2) Restrictive Covenants and right of ways described in Restrictive Covenants for Southfork Hills recorded in Book 183, Page 33, and amended in Book 185, Page 1848, and Deed recorded in Book 183, Page 43, and Deed recorded in Book 183, Page 521, Ashe County Public Registry.

3) Road Maintenance fees for a 6.518 acre tract as set forth in Deed recorded in Deed Book 183, Page 521, Ashe County Public Registry.

Also subject to the Supplemental Declaration of Restrictions recorded in Deed Book 208, Page 2367-2368, Ashe County Public Registry.

The property being the same property described in the Quitclaim Deed dated March 2, 1998, and recorded July 29, 1998, at Book 231, Pages 2327 through 2329.

Commonly known as: [N/A; located in Fleetwood, North Carolina]

County: Ashe

Parcel ID No(s).: 15198 088; 15198039 004; 15198039 005; 15198039 006

Titled to: Iris M. Tilley, Trustee for Tilley Six Trust

Transfer(s): [N/A]

Nominee notice(s) of lien: August 6, 2018, 18M47 (Tilley Six Trust)

Property 7

Description:

All that certain lot or parcel of land situated in Oakland Township, North Carolina, and more particularly described as follows:

ALL of Lot 1 containing 51.2093 net acres, more or less, according to plat entitled "Survey for MBT Trust, Bruce Tilley, Trustee" prepared by Smith and Smith Surveyors, dated December 12, 2017, and recorded in Plat Slide 2017-445, Chatham County Registry, reference to which is hereby made for a more particular description.

The property being the same property described in the Non-Warranty Deed dated December 28, 2017, and recorded December 29, 2017, at Book 01965, Pages 0452 through 0453.

Commonly known as: 3259 Chatham Church Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 0018552

Titled to: Bruce Tilley, as Trustee of MBT Trust

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee of MBT Trust, on December 28, 2017, deed recorded December 29, 2017, at Book 1965, Pages 452-453.

Nominee notice(s) of lien: August 6, 2018, 18M231 (MBT Trust)
August 6, 2018, 18M232 (TT Farms Trust)

Property 8

Description:

All that certain lot or parcel of land situated in Oakland Township, North Carolina, and more particularly described as follows:

ALL of Lot 1 containing 15.9435 acres, more or less, according to plat entitled "Survey for MBT Trust, Bruce Tilley, Trustee" prepared by Smith and Smith Surveyors, dated December 16, 2017, and recorded in Plat Slide 2017-446, Chatham County Registry, reference to which is hereby made for a more particular description.

The property being the same property described in the Non-Warranty Deed dated December 28, 2017, and recorded December 29, 2017, at Book 01965, Pages 0452 through 0453.

Commonly known as: 0 Chatham Church Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 0074951

Titled to: Bruce Tilley, as Trustee of MBT Trust

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee of MBT Trust, on December 28, 2017, deed recorded December 29, 2017, at Book 1965, Pages 452-453.

Nominee notice(s) of lien: August 6, 2018, 18M231 (MBT Trust)
August 6, 2018, 18M232 (TT Farms Trust)

Property 9

Description:

All that certain lot or parcel of land situated in Oakland Township, North Carolina, and more particularly described as follows:

ALL of Lot 1 containing 9.4104 net acres, more or less, according to plat entitled "Survey for MBT Trust, Bruce Tilley, Trustee" prepared by Smith and Smith Surveyors, dated December 18, 2017, and recorded in Plat Slide 2017-447, Chatham County Registry, reference to which is hereby made for a more particular description.

The property being the same property described in the Non-Warranty Deed dated December 28, 2017, and recorded December 29, 2017, at Book 01965, Pages 0452 through 0453.

Commonly known as: 1224 Center Grove Church Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 00071781

Titled to: Bruce Tilley, as Trustee of MBT Trust

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee of MBT Trust, on December 28, 2017, deed recorded December 29, 2017, at Book 1965, Pages 452-453.

Nominee notice(s) of lien: August 6, 2018, 18M231 (MBT Trust)
August 6, 2018, 18M232 (TT Farms Trust)

Property 10

Description:

All that certain lot or parcel of land situated in Oakland Township, North Carolina, and more particularly described as follows:

ALL of Lot 1 containing 31.6705 net acres, more or less, according to plat entitled "Survey for MBT Trust, Bruce Tilley, Trustee" prepared by Smith and Smith Surveyors, dated December 21, 2017, and recorded in Plat Slide 2017-448, Chatham County Registry, reference to which is hereby made for a more particular description.

The property being the same property described in the Non-Warranty Deed dated December 28, 2017, and recorded December 29, 2017, at Book 01965, Pages 0452 through 0453.

Commonly known as: 3484 Chatham Church Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 0074950

Titled to: Bruce Tilley, as Trustee of MBT Trust

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee of MBT Trust, on December 28, 2017, deed recorded December 29, 2017, at Book 1965, Pages 452-453.

Nominee notice(s) of lien: August 6, 2018, 18M231 (MBT Trust)
August 6, 2018, 18M232 (TT Farms Trust)

Property 11

Description:

All that certain lot or parcel of land situated in Oakland Township, North Carolina, and more particularly described as follows:

ALL of Lot 2 containing 9.9832 acres, more or less, according to plat entitled "Survey for MBT Trust, Bruce Tilley, Trustee" prepared by Smith and Smith Surveyors, dated September 22, 2017, and recorded in Plat Slide 2017-321, Chatham County Registry, reference to which is hereby made for a more particular description.

The property being the same property described in the Non-Warranty Deed dated October 30, 2017, and recorded October 30, 2017, at Book 01954, Page 651.

Commonly known as: 991 Johnny Shaw Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 0073272

Titled to: William Paul Thomas

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee of MBT Trust, on October 30, 2017, deed recorded October 30, 2017, at Book 1954, page 651.

Bruce Tilley, as Trustee of MBT Trust, to William Paul Thomas on October 30, 2017, deed recorded October 30, 2017, at Book 1954, Page 653.

Nominee notice(s) of lien: August 6, 2018, 18M232 (TT Farms Trust)

Property 12

Description:

All that certain lot or parcel of land situated in Oakland Township, North Carolina, and more particularly described as follows:

ALL of Lot 1 containing 9.6842 acres, more or less, according to plat entitled "Survey for MBT Trust, Bruce Tilley, Trustee" prepared by Smith and Smith Surveyors, dated September 22, 2017, and recorded in Plat Slide 2017-321, Chatham County Registry, reference to which is hereby made for a more particular description.

The property being the same property described in the Non-Warranty Deed dated October 30, 2017, and recorded October 30, 2017, at Book 01954, Page 651.

Commonly known as: 0 Johnny Shaw Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 0018544

Titled to: Bruce Tilley, as Trustee of MBT Trust

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee of MBT Trust, on October 30, 2017, deed recorded October 30, 2017, at Book 1954, page 651.

Nominee notice(s) of lien: August 6, 2018, 18M228 (MBT Trust)
August 6, 2018, 18M232 (TT Farms Trust)

Property 13

Description:

A certain tract or parcel of land lying and being in the County of Chatham and State of North Carolina, in Chatham Township, and more particularly described as follows:

BEGINNING at an iron stake in the center of the Pea Ridge Road, the same being Rural Paved Road No. 1700, said beginning point being located at the Southwest corner of Lot No. 6 of the subdivision of the lands of Juanita Olinger as surveyed by Lacy M. Johnson on December 28, 1962, and running thence from said beginning point South 85 degrees East 1840 feet to an iron stake in the Haithcock line; thence South 9 degrees 45 minutes West 262 feet; thence North 85 degrees West 1059 feet to an iron stake; thence South 9 degrees West along the East line of Lot No. 7 a distance to an iron stake to be computed as follows: the said iron stake is to be located at a point in said line by running in a northerly direction along the center of the Pea Ridge Road from the Southwest corner of Lot No. 7 a distance of 475 feet; thence from that point in the center of the Pea Ridge Road a line South 85 degrees East to the point of intersection with the East line of said Lot No. 7, this being a new Northeast corner for Charles W. Olinger and wife, and running thence from this point North 85 degrees West to a point in the center of the Pea Ridge Road which is located 475 feet North of the Southwest corner of Lot No. 7; thence along and with the center of said road 475 feet to the point and place of beginning.

The property being the same property described in the Quitclaim Deed dated July 18, 2017, and recorded September 6, 2017, at Book 01945, Pages 0149 through 0151.

Commonly known as: 680 Pea Ridge Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 0005841

Titled to: Bruce Tilley, as Trustee for MBT Trust

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee for MBT Trust, on July 18, 2017, deed recorded September 6, 2017, at Book 1945, Pages 149-151.

Nominee notice(s) of lien: August 6, 2018, 18M229 (MBT Trust)
August 6, 2018, 18M230 (TT Farms Trust)

Property 14

Description:

A certain tract or parcel of land lying and being in the County of Chatham and State of North Carolina, in Chatham Township, and more particularly described as follows:

BEGINNING at an iron stake set in a ten (10) feet wide farm road, said stake being North 85 degrees West 210 feet from a ground square iron shaft, a central corner, the Northeast corner of Parker; and running thence from said BEGINNING point along the line of Atlas Parker North 5 degrees 22 minutes 19 seconds West 659.89 feet to a set iron shaft, a new corner of Olinger; thence along a new line of Olinger North 84 degrees 04 minutes 31 seconds West 322.09 feet to a set iron stake; thence along a new line of Olinger South 5 degrees 17 minutes 17 seconds East 665.00 feet to a set iron stake in the line of Parker; thence along the line of Parker South 85 degrees 0 minutes 0 seconds East 322.09 feet to the point or place of BEGINNING, containing 4.81 acres, more or less, according to a plat entitled "Survey for Gordon Parker and wife, Vivian Lyn W. Parker" prepared by Andy E. Willett, RLS, dated March 14, 1989, reference to which is hereby made for a more particular description.

Subject to restrictive covenants and easements of record.

The property being the same property described in the Quitclaim Deed dated July 18, 2017, and recorded September 6, 2017, at Book 01945, Pages 0149 through 0151.

Commonly known as: 0 Pea Ridge Road, Moncure, North Carolina

County: Chatham

Parcel ID No(s).: 0066974

Titled to: Bruce Tilley, as Trustee for MBT Trust

Transfer(s): TT Farms Trust to Bruce Tilley, as Trustee for MBT Trust, on July 18, 2017, deed recorded September 6, 2017, at Book 1945, Pages 149-151.

Nominee notice(s) of lien: August 6, 2018, 18M229 (MBT Trust)
August 6, 2018, 18M230 (TT Farms Trust)

Property 15

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

BEGINNING at a stake in the western edge of Athens Avenue, formerly Nobel Street, the northeast corner of Lot No. 8 of Block E of plat hereinafter mentioned, thence along and with the western edge of said Nobel Street, South 27° 40' East 75 feet to a stake at the beginning of a curve; thence along and with the curve the radius of which is 25 feet, in a southwesterly direction 39.2 feet to a stake in the northern edge of said Sherman Street; thence along and with the northern edge of said Sherman Street South 62° 20' West 125 feet to a stake, the southeast corner of Lot No. 20 Block E of Map herein mentioned thence along and with the eastern boundary line of Lots Nos. 19 and 20 Block "E" North 27° 40' West 100.0 feet to an iron stake, the northeast corner of Lot No. 20 Block E; thence with and along the southern boundary line of Lot No. 18 Block "E" North 62° 20' East 150.0 feet to a stake in the western edge of Nobel Street, the point and place of beginning. Same being a and b sections of Lot 9 and 10 Block "E" of the BLACKWELL HEIGHTS property as per plat and survey of S.M. Credle, C.E., dated June 6, 1939, which said plat is duly recorded in the Office of the Register of deeds for Durham County in Plat Book 12, at Page 68, and also being lots "A" and "B" Property of R.C. Price and Emily Price as recorded in Plat Book 75 at Page 64 of the Durham County Registry.

The subject real property has the street address of 1918 Athens Avenue, Durham, North Carolina, and bears Tract No. 132910.

The property being the same property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 8270, Pages 392 through 394.

Commonly known as: 1918 Athens Avenue, Durham, North Carolina

County: Durham

Parcel ID No(s).: 132910

Titled to: MBT Trust

Transfer(s): TT Farms Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 8270, Pages 392-394.

Exhibit 1

Nominee notice(s) of lien: August 22, 2018, 18M894 (MBT Trust)
August 22, 2018, 18M896 (TT Farms Trust)

Property 16

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

BEGINNING at a point marked by an iron pin in the East side of Evelyn Street South 30° 45 minutes West 279 feet from the southeastern point of intersection of Violet and Evelyn Streets; thence running South 53° 30 minutes East 143.33 feet to a point marked by an iron pin in the East side of Evelyn Street; thence running South 29° West 94 feet to a point marked by an iron pin; thence running North 53° 31 minutes West 145.58 feet to a point marked by an iron pin in the East side of Evelyn Street; thence running along and with the East side of Evelyn Street North 30° 45 minutes East 94 feet to a stake the point or place of beginning the same being Lot 13 and the northern one half of Lot 15 as shown on plat of STANTON N. CAMRONS LAND, recorded In Deed Book 30, Page 221 Office of the Durham county Registry. This property is shown by survey recorded in Plat Book 64 at Page 79.

The subject real property has the street addresses of 1300 Evelyn Street and 1312 North Hyde Park Avenue, Durham, North Carolina, and bears Tract No. 113277.

The property being the same property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 8270, Pages 392 through 394.

Commonly known as:	1312 North Hyde Park Avenue, Durham, North Carolina
County:	Durham
Parcel ID No(s).:	113277
Titled to:	MBT Trust
Transfer(s):	TT Farms Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 8270, Pages 392-394.
Nominee notice(s) of lien:	August 22, 2018, 18M894 (MBT Trust) August 22, 2018, 18M896 (TT Farms Trust)

Property 17

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

Lying and being in Durham County, Triangle (Patterson) Township, on the eastern side of Mimosa Drive, Pearson Park, and being all of Lots 341, 342, 343, 344, 345, and 346 of PEARSON PARK, Property of the Edwards Realty Company, as per plat and survey thereof by Eugene A. Davis, Registered Surveyor, dated July 1958, recorded in Plat Book 36, Page 9, in the Office of the Register of Deeds for Durham County, to which reference is hereby made for a more particular description of same.

The subject real property has the street addresses of 5012 Mimosa Drive and 4775 Bay Point Drive, Durham, North Carolina, and bears Tract No. 146968.

The property being the same property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 8270, Pages 392 through 394.

Commonly known as: 5012 Mimosa Drive, Durham, North Carolina

County: Durham

Parcel ID No(s).: 146968

Titled to: MBT Trust

Transfer(s): TT Farms Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 8270, Pages 392-394.

Nominee notice(s) of lien: August 22, 2018, 18M894 (MBT Trust)
August 22, 2018, 18M896 (TT Farms Trust)

Property 18

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

Lying and being in Durham County, Triangle (Patterson) Township, on the eastern side of Mimosa Drive, Pearson Park, and being all of Lots 347 and 348 of PEARSON PARK, Property of the Edwards Realty Company, as per plat and survey thereof by Eugene A. Davis, Registered Surveyor, dated July 1958, recorded in Plat Book 36, Page 9, in the Office of the Register of Deeds for Durham County, to which reference is hereby made for a more particular description of same.

The subject real property has street addresses of 5016 Mimosa Drive, 4771 Bay Point Drive, and 4775 Bay Point Drive, Durham, North Carolina, and bears Tract No. 146969.

The property being the same property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 8270, Pages 392 through 394.

Commonly known as: 5016 Mimosa Drive, Durham, North Carolina

County: Durham

Parcel ID No(s).: 146969

Titled to: MBT Trust

Transfer(s): TT Farms Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 8270, Pages 392-394.

Nominee notice(s) of lien: August 22, 2018, 18M894 (MBT Trust)
August 22, 2018, 18M896 (TT Farms Trust)

Property 19

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

Being all of Lot 9 in Block C of Home Homeland Heights as per plat and survey thereof now on file in the Office of the Register of Deeds of Durham County in Plat Book 12 at Page 85, to which plat reference is hereby made for a more particular description of same.

The subject real property has street address of 601 Barton Street, Durham, North Carolina, and bears Tract No. 116407.

The property being the same property described in the Quitclaim Deed dated September 15, 2017, and recorded September 15, 2017, at Book 8270, Pages 386 through 389.

Commonly known as: 601 Barton Street, Durham, North Carolina

County: Durham

Parcel ID No(s).: 116407

Titled to: MBT Trust

Transfer(s): TT Farms Trust to MBT Trust on September 15, 2017, deed recorded September 15, 2017, at Book 8270, Pages 386-389.

Nominee notice(s) of lien: August 22, 2018, 18M895 (MBT Trust)
August 22, 2018, 18M897 (TT Farms Trust)

Property 20

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

Being all of Lot 10 in Block C of Homeland Heights as per plat and survey thereof now on file in the Office of the Register of Deeds of Durham County in Plat Book 12 at Page 85, to which plat reference is hereby made for a more particular description of same.

The subject real property has street address of 603 Barton Street, Durham, North Carolina, and bears Tract No. 116408.

The property being the same property described in the Quitclaim Deed dated September 15, 2017, and recorded September 15, 2017, at Book 8270, Pages 386 through 389.

Commonly known as: 603 Barton Street, Durham, North Carolina

County: Durham

Parcel ID No(s).: 116408

Titled to: MBT Trust

Transfer(s): TT Farms Trust to MBT Trust on September 15, 2017, deed recorded September 15, 2017, at Book 8270, Pages 386-389.

Nominee notice(s) of lien: August 22, 2018, 18M895 (MBT Trust)
August 22, 2018, 18M897 (TT Farms Trust)

Property 21

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

BEGINING at a stake on the east side of South Street, said stake being in the south line of Lot 11 in Block I on plat hereinafter referred to; and running thence with the south line of said Lot 11, South 83° 35' 53" East 179.51 feet to a stake the southeast corner of said Lot 11; thence South 10° 28' 42" West 59.75 feet to a stake, the northeast corner of Lot 13 in said Block I; thence with the north line of said Lot 13, North 83° 35' 53" West 182.64 feet to a stake on the eastside of South Street, thence along and with the east side of said South Street North 13° 27' 31" East 60.05 feet to a stake, the point and place of BEGINNING, and being the greater part of Lot 12 in Block I of the New Hope Realty Company Property, as per plat and survey thereof now on file in the Office of the Register of Deeds of Durham County in Plat Book 5 at page 88, to which plat reference is hereby made for a more particular description of same, and also being that same property shown on survey for Thomas E. Tilley and wife, Iris M. Tilley dated April 13, 1985, by William Jerry Autry, Registered Land Surveyor, to which plat reference is also made for a more particular description of same.

The subject real property has street address of 1111 South Street, Durham North Carolina, and bears Tract No. 118434.

The property being the same property described in the Quitclaim Deed dated September 15, 2017, and recorded September 15, 2017, at Book 8270, Pages 386 through 389.

Commonly known as: 1111 South Street, Durham, North Carolina

County: Durham

Parcel ID No(s).: 118434

Titled to: MBT Trust

Transfer(s): TT Farms Trust to MBT Trust on September 15, 2017, deed recorded September 15, 2017, at Book 8270, Pages 386-389.

Nominee notice(s) of lien: August 22, 2018, 18M895 (MBT Trust)
August 22, 2018, 18M897 (TT Farms Trust)

Property 22

Description:

All of that certain piece, parcel or tract of land situated in Durham County, North Carolina, and more particularly described as follows:

BEING all of 4.37 acre Parcel A, of the Subdivision of Lot 26 of Kingwood East Subdivision, according to the plat and survey thereof file of record in Plat Book 155, Page 377, Durham County Registry, to which plat reference is hereby made for a more particular description of same.

The subject real property has the street address of 7808 Kennebec Drive, Durham, North Carolina, and bears Tract No. 143219.

The property being the same property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 8270, Pages 390 through 391.

Commonly known as: 7808 Kennebec Drive, Durham, North Carolina

County: Durham

Parcel ID No(s).: 143219

Titled to: MBT Trust

Transfer(s): TT Farms Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 8270, Pages 390-391.

Nominee notice(s) of lien: August 22, 2018, 18M898 (MBT Trust)
August 22, 2018, 18M899 (TT Farms Trust)

Property 23

Description:

A certain tract or parcel of land lying and being in the County of Durham and State of North Carolina, in Durham Township, and more particularly described as follows:

Being all those certain tracts or parcels of land lying, being and situate in Durham County, North Carolina, and being more particularly described as follows:

BEGINNING at an iron pipe, designated control corner as shown on map entitled "Property of H.D. Dickerson" as shown on Plat Book 39, at Page 173, to which reference is hereby made for a more particular description of same; thence South $85^{\circ} 14' 42''$ East, as the David line, 717.01 feet to an iron pipe in the Western line of Lot No. 2 of the Kingswood East Subdivision; thence as said line South $05^{\circ} 04' 44''$ West, 1935.70 feet to an iron pipe, corner of Lot 26 in the line of Lot 8, Kingswood Subdivision; thence North $86^{\circ} 05' 14''$ West, 642.00 to an iron pipe in the line of Lot 26 corner on the Sothern line of a 60 foot street as shown on the H.D. Dickerson survey; thence North $02^{\circ} 49' 19''$ East, 403.58 feet to an iron pipe, corner of Lots 1 and 2, Dickerson survey; thence as the line of Lots 1 and 2 North $83^{\circ} 14' 17''$ West, 568.44 feet to an iron pipe, corner of Lots 2 and 3; thence as the line of Lots 2 through 3 South $83^{\circ} 10' 06''$ East 567.80 feet to an iron pipe, corner of Lots 2 and 3; thence North $02^{\circ} 51' 59''$ East 1159.01 feet to the BEGINNING, containing 35.27 acres, more or less, as shown on Plat and Survey entitled "Bay Meadows Soccer Camp" prepared by Law Engineering and Testing Company dated July 4, 1985, of record in Plat Book 108 at Page 118, of the Durham County Registry, which reference is hereby made for a more particular description of same.

Being Tract I of the property conveyed to Terry Chronaki by deed from NCNB National Bank of North Carolina as recorded in Deed Book 1630 at Page 983 in the Durham County Registry.

TOGETHER WITH an appurtenant, non-exclusive easement twenty-five (25) feet in width for access, ingress, egress and regress (and for maintenance and installation of utilities) over and across tract II of the property conveyed to Terry Chronaki from NCNB National Bank of North Carolina by the deed recorded in Deed Book 1630, Page 983, Durham County Registry, which connects the property described above to State Road 1108, also known as Kepley Road (the "Tract II Right-of-Way"), subject to the existing non-exclusive rights-of-way and easements for access and egress that encumber each tract.

Exhibit 1

The above-described easement is conveyed subject to the following conditions: (i) Grantee shall repair any damage to the driveways located on the Tract II Right-of-Way which is caused by Grantee, its successors and assigns; (ii) Grantee shall keep and maintain the Tract II Right-of-Way in good repair and in a clean and slightly condition, concurrent with the like responsibility of other easement holders; (iii) Grantee, its successors and assigns, shall indemnify, defend and hold harmless Grantor, its successors and assigns, from and against any injury to persons or property arising from the use of the Tract II Right-of-Way by Grantee, its successors, assigns, invitees, licensees, employees, agents and/or contractors; and (iv) Grantee, its successors and assigns, shall continuously maintain a general liability policy in an amount of not less than One Million Dollars (\$1,000,000.00) per occurrence which names Grantor, its successors and assigns, as an additional insured and which contains a contractual liability endorsement and provides for at least thirty (30) days prior written notice in the event of cancellation, non-renewal or material change in terms. Grantor makes such grant of easement subject to the above-described conditions which shall be enforceable by Granter at law or in equity, specifically including the right of specific performance.

The subject real property has the street address of 7202 Kepley Road, Durham, North Carolina, and bears Tract No. 143226.

The property being the same property described in the Quitclaim Deed dated February 11, 2010, and recorded February 23, 2010, at Book 6423, Pages 512 through 515.

Commonly known as:	7202 Kepley Road, Durham, North Carolina
County:	Durham
Parcel ID No(s).:	143219
Titled to:	Melba George and Barbara Wright, as Trustees for Virginia Mortgage Company
Transfer(s):	[N/A]
Nominee notice(s) of lien:	August 22, 2018, 18M893 (Virginia Mortgage Company)

Property 24

Description:

A certain tract or parcel of land lying and being in the County of Granville and State of North Carolina, in Dutchville Township, and more particularly described as follows:

All of those certain tracts or parcels of land lying and being situate in Dutchville Township, Granville County, North Carolina, and more particularly described as follows:

Being all of Parcel 2 containing 1.08 acres, more or less, as reflected on that plat entitled "Survey for Joromi Properties, LLC," dated January 31, 2006 and recorded in Plat Book 33, Page 120, Granville County Registry, to which plat reference is hereby made for a more particular description of same.

For further reference, see Deed of record in Book 896, page 117 and Plat of record in Book 33, Page 120, Granville County Registry.

(Granville County Tax Collector Account No. 67682, Map #088703301257; 1:08 acres, 1596 Highway 56, Butner, NC)

The property being the same property described in the Quitclaim Deed dated May 5, 2017, and recorded September 5, 2017, at Book 1657, Pages 442 through 444.

Commonly known as: 1596 Highway 56, Butner, North Carolina

County: Granville

Parcel ID No(s).: 67682 302

Titled to: Bruce Tilley, as Trustee for MBT Trust

Transfer(s): Investment Trust to Bruce Tilley, as Trustee for MBT Trust, on May 5, 2017, deed recorded September 5, 2017, at Book 1657, Pages 442-444.

Nominee notice(s) of lien: August 16, 2018, 18M151 (MBT Trust)
August 16, 2018, 18M152 (Investment Trust)

Property 25

Description:

A certain tract or parcel of land lying and being in the County of Granville and State of North Carolina, in Dutchville Township, and more particularly described as follows:

All of those certain tracts or parcels of land lying and being situate in Dutchville Township, Granville County, North Carolina, and more particularly described as follows:

Being all of Parcel 3 containing 2.08 acres, more or less, as reflected on that plat entitled "Survey for Joromi Properties, LLC" dated January 31, 2006 and recorded in Plat Book 33, Page 120, Granville County Registry, to which plat reference is hereby made for a more particular description of same.

For further reference, see Deed of Record in Book 896, page 117 and Plat of record in Book 33, Page 120, Granville County Registry.

(Granville County Tax Collector Account No. 67682, Map #088703209297; 2:08 acres-1588 Hwy 56, Butner, NC)

The property being the same property described in the Quitclaim Deed dated May 5, 2017, and recorded September 5, 2017, at Book 1657, Pages 442 through 444.

Commonly known as: 1588 Highway 56, Butner, North Carolina

County: Granville

Parcel ID No(s).: 67682 301

Titled to: Bruce Tilley, as Trustee for MBT Trust

Transfer(s): Investment Trust to Bruce Tilley, as Trustee for MBT Trust, on May 5, 2017, deed recorded September 5, 2017, at Book 1657, Pages 442-444.

Nominee notice(s) of lien: August 16, 2018, 18M151 (MBT Trust)
August 16, 2018, 18M152 (Investment Trust)

Property 26

Description:

All of that certain piece, parcel or tract of land situated in Harnett County, North Carolina, and more particularly described as follows:

BEING all of Lot 34 of Lake Pointe Subdivision according to plat of survey entitled "Subdivision Plan, Lake Pointe", dated December 3, 1986 and recorded in Plat Cabinet C, Slide 155-B of the Harnett County Registry.

The property being the same property described in the Quitclaim Deed dated June 28, 2017, and recorded July 6, 2017, at Book 3520, Pages 364-366.

Commonly known as: 89 Lakeview Drive, Fuquay Varina, NC 27526

County: Harnett

Parcel ID No(s).: 080655 0059 34

Titled to: CMH Homes, Inc.

Transfer(s): Tilley Enterprises to MBT Trust on June 28, 2017, deed recorded July 6, 2017, at Book 3520, Pages 364-366.

Bruce Tilley and Marsha Tilley, Trustees for MBT Trust, to CMH Homes, Inc., on June 28, 2017, deed recorded July 21, 2017, at Book 3525, Pages 32-33.

Nominee notice(s) of lien: None

Property 27

Description:

All of that certain piece, parcel or tract of land situated in Harnett County, North Carolina, and more particularly described as follows:

BEING all of Lot 42 of Lake Pointe Subdivision according to plat of survey entitled "Subdivision Plan, Lake Pointe", dated December 3, 1986 and recorded in Plat Cabinet C, Slide 155-B of the Harnett County Registry.

For reference purposes, this property is located at:

278 Lake Pointe Drive,
Fuquay Varina, NC 27526
and has tax identification number 080655005942

The property being 1 of 4 lots comprising the whole property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 3541, Pages 849-850.

Commonly known as: 278 Lake Pointe Drive, Fuquay Varina, NC 27526

County: Harnett

Parcel ID No(s).: 080655 0059 42

Titled to: Carolyn Cleveland

Transfer(s): Tilley Enterprises Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 3541, Pages 849-850.

MBT Trust to Carolyn Cleveland on December 6, 2018, deed recorded January 28, 2019, at Book 3669, Pages 649-651.

Nominee notice(s) of lien: August 7, 2018, 18M225 (MBT Trust)
August 7, 2018, 18M226 (Tilley Enterprises)

Property 28

Description:

All of that certain piece, parcel or tract of land situated in Harnett County, North Carolina, and more particularly described as follows:

BEING all of Lot 36 of Lake Pointe Subdivision according to plat of survey entitled "Subdivision Plan, Lake Pointe", dated December 3, 1986 and recorded in Plat Cabinet C, Slide 155-B of the Harnett County Registry.

The property being 1 of 4 lots comprising the whole property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 3541, Pages 849-850.

Commonly known as: 90 Lakeview Drive, Fuquay Varina, NC 27526

County: Harnett

Parcel ID No(s).: 080655 0059 36

Titled to: MBT Trust

Transfer(s): Tilley Enterprises Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 3541, Pages 849-850.

Nominee notice(s) of lien: August 7, 2018, 18M225 (MBT Trust)
August 7, 2018, 18M226 (Tilley Enterprises)

Property 29

Description:

All of that certain piece, parcel or tract of land situated in Harnett County, North Carolina, and more particularly described as follows:

BEING all of Lot 23 of Lake Pointe Subdivision according to plat of survey entitled "Subdivision Plan, Lake Pointe", dated December 3, 1986 and recorded in Plat Cabinet C, Slide 155-B of the Harnett County Registry.

The property being 1 of 4 lots comprising the whole property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 3541, Pages 849-850.

Commonly known as: 536 Lake Pointe Drive, Fuquay Varina, NC 27526

County: Harnett

Parcel ID No(s).: 080655 0059 23

Titled to: MBT Trust

Transfer(s): Tilley Enterprises Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 3541, Pages 849-850.

Nominee notice(s) of lien: August 7, 2018, 18M225 (MBT Trust)
August 7, 2018, 18M226 (Tilley Enterprises)

Property 30

Description:

All of that certain piece, parcel or tract of land situated in Harnett County, North Carolina, and more particularly described as follows:

BEING all of Lot 21 of Lake Pointe Subdivision according to plat of survey entitled "Subdivision Plan, Lake Pointe", dated December 3, 1986 and recorded in Plat Cabinet C, Slide 155-B of the Harnett County Registry.

The property being 1 of 4 lots comprising the whole property described in the Quitclaim Deed dated September 14, 2017, and recorded September 15, 2017, at Book 3541, Pages 849-850.

Commonly known as: 537 Lake Pointe Drive, Fuquay Varina, NC 27526

County: Harnett

Parcel ID No(s).: 080655 0059 21

Titled to: MBT Trust

Transfer(s): Tilley Enterprises Trust to MBT Trust on September 14, 2017, deed recorded September 15, 2017, at Book 3541, Pages 849-850.

Nominee notice(s) of lien: August 7, 2018, 18M225 (MBT Trust)
August 7, 2018, 18M226 (Tilley Enterprises)

Property 31

Description:

All of the land situated in the County of Hoke, State of North Carolina, and bounded and described as follows, to-wit,

Parcel D; Division of the Knox V. Matthews Estate; 126.0 acres

A certain tract or parcel of land situation in Quewhiffle Township, Hoke County, North Carolina, fronting on the southeast side of U. S. Highway Nos. 15 & 501 and fronting on the south side of a sixty foot wide private drive, lying on the north side of the waters of Drowning Creek, described as follows:

BEGINNING at a point in the center of Drowning Creek, said point being located 50 feet southeast of the center of the U. S. Highway Nos. 15 & 501 bridge over Drowning Creek, the southwest corner exclusive of road right-of-way of the Knox V. Matthews and wife Rebecca Matthews lot no. 21 of the "First Carolina Joint Stock Land Bank" division as recorded in Deed Book 103 at page 422 and also shown on a map entitled same and recorded in Map Book 1 at page 16 in the Hoke County Registry, running thence from the beginning as the southeast right-of-way line of the highway (50 feet southeast of the centerline thereof), N 30° 31' E 1200.00 feet and N 30° 22' E 770.26 feet to an iron pipe at the intersection of the southeast line of U. S. Highway Nos. 15 & 501 and the south line of the sixty foot wide private drive; thence as the south line of the 60 foot wide drive as it curves to the left in an easterly direction having a radius of 1285.53 feet, an arc length of 505.97 feet to an iron pipe, the point of tangency to the curve; thence S 79° 23' E 769.53 feet to a point of curvature to the road; thence as the northeast line of the road as it curves to the right in a southeast direction having a radius of 1740.20 feet, an arc length of 773.45 feet to an iron pipe, the point of tangency to the curve; thence S 53° 55' E 286.50 feet to an iron pipe; the point of curvature to the road; thence as the northeast line of the road as it curves to the right in a southerly direction having a radius of 378.46 feet an arc length of 344.64 feet to the point of tangency to the curve; thence S 1° 45' E 802.18 feet to an iron pipe a point of curvature to the road; thence leaving the road S 32° 30' W 335.59 feet to an iron pipe with pine and oak pointers; thence N 57° 30' W 210.00 feet to an iron pipe with oak and hickory pointers; thence S 22° 30' W crossing an aluminum post as it enters the swamp and going 563.00 feet to a point in the run of Drowning Creek with gum pointers; thence up the center of the run of Drowning Creek, the county line common to Hoke and Scotland County, northwest about 3760 feet more or less to the beginning containing 126.0 acres more or less and being a southwest portion of the Knox V. Matthews and wife Rebecca Matthews tract no. 21 of the "First Carolina Joint Stock Land Bank" division as recorded in Deed Book 103 at page 422 and shown on a map recorded in Map Book 1 at page 16 in the Hoke County Registry.

Exhibit 1

Note: The above described tract is subject to and entitled to the use of a 30 (thirty) foot wide access easement along a southeast line of the above described, from the west side of the private drive to the northeast side of Parcel E of the Knox V. Matthews division.

Excepting a 20.00 acres conveyed to Benjamin C. Matthews in Jan. 1993.

The property being the same property described in the Quitclaim Deed dated September 18, 1993, and recorded June 15, 1994, at Book 321, Pages 538 through 540.

Commonly known as: [N/A; located in Quewhiffle Township, North Carolina]

County: Hoke

Tax ID No.: 584660001008

Titled to: Iris M. Tilley, Trustee for TT Farms Trust

Transfer(s): [N/A]

Nominee notice(s) of lien: October 3, 2018, 18M124 (TT Farms Trust)

Property 32

Description:

All that certain lot or parcel of land situated in Vance Township, Lenoir County, North Carolina, and more particularly described as follows:

BEGINNING at a point, a PK nail in the intersection of the centerlines of NCSR 1575 and NCSR 1574; running thence from said Point of Beginning with and along the centerline of NCSR 1575 N 69°35'54" E 294.70 feet to a point, a PK nail in the said centerline; thence N 65°12'24" E 73.83 feet to a point in said centerline; thence N 29°00'12" W 29.76 feet to an iron axle in the north right-of-way line of NCSR 1575; thence N 27°48'16" W 100.44 feet to a point, an iron blade; thence N 62°13'16" E 347.36 feet to a point, an iron stake; thence N 39°54'09" W 441.62 feet to a point, an iron stake; thence N 0°02'12" E 226.94 feet to a point, a PK nail; thence N 02°20'20" W 1030.16 to a point, an iron stake; thence N 68°45'00" W 627.21 feet to a point, an iron stake; thence S 79°22' 23" W 548.91 feet to a point, an existing concrete monument in the center of a ditch, thence with the center of the ditch S 09°42'43" E 1122.53 feet to a point, an iron stake in the center of the ditch; thence with the center of said ditch S 68°44'17." W 114.0 feet to point, an iron stake; thence with the center of the ditch S 11°14'15" E 506.91 feet to a point, an iron stake; thence with the center of the ditch N 76°22'17" E 217.03 feet to a point, an iron stake; thence with the center of said ditch S 25°00 '40" E 665.93 feet to a point, a PK nail in the centerline of NCSR 1575; thence with the said centerline of NCSR 1575, N 70°29.35" E 196.90 feet to a point, the Point of Place of BEGINNING, containing 47.67 acres more or less, excluding that portion of the property lying within the right of way of NCSR 1575.

For further reference, see unrecorded Survey prepared by Jimmie Davis Land Surveying, Alonzo James Davis, III, RLS, dated December 16, 1986.

The property being the same property described in the North Carolina General Warranty Deed dated December 30, 1986, and recorded December 30, 1986, at Book 851, Pages 170 through 172, but excepting the property described in the North Carolina Special Warranty Deed dated September 17, 1998, and recorded September 22, 1998, at Book 1121, Pages 0782 through 0783, and therein conveyed to Gerald R. Barfield.

Commonly known as: [N/A; located in Vance Township, North Carolina]

County: Lenoir

Tax ID No.: 3747

Exhibit 1

Titled to: Thomas E. Tilley and wife, Iris M. Tilley, Tenants by the entirety of a ½ undivided interest; and T. Bruce Tilley and wife, Marsha C. Tilley, Tenants by the entirety of a ½ undivided interest

Transfer(s): [N/A]

Nominee notice(s) of lien: August 7, 2018, 18M102 (Green Acres Trust)

Property 33

Description:

All of the land situated in the County of Moore, State of North Carolina, and bounded and described as follows, to-wit:

Tract No. 1

BEGINNING at a point in the center line of the right-of-way of the Seaboard Coastline Railroad Company, said point being 58 feet Northward from the McFarland Branch Culvert, and running thence from said beginning point, North 48-1/2° West 425 feet to a stake, Blackgum Pointers; thence North 36° East 200 feet to a stake, Juniper Pointers; thence South 74° East 400 feet to the center line of the Seaboard Coastline Railroad right-of-way, and running thence along and with the center line of said right-of-way, South 30° West, a distance sufficient to reach the point and place of BEGINNING, containing 2.1 acres, more or less; SAVE, RESERVE AND EXCEPTING THEREFROM, a fifty foot wide strip claimed as railroad right-of-way along the southeastern line of the above described property.

Tract No. 2

BEGINNING at a T iron located at the northernmost corner of the above described Tract 1, and running thence along and with the northwestern line of said Tract, South 34° 55' West 200 feet to a stake, a corner of said Tract; thence with the southwestern line of said Tract, South 46° 17' East 425.6 feet to the center line of the Seaboard Coastline Railroad right-of way, and running thence along and with the center line of said right-of-way, South 30° West 340 feet to a new stake in the eastern right-of-way line of U. S. Highways 15 and 501 (formerly known and the proposed right-of-way of the Laurinburg Highway 75 feet from its center line), and running thence along and with the eastern right-of-way line of said Highway, the following eight calls: North 26° 15' West 120.2 feet to a stake; thence North 24° 17' West 114.7 feet to a stake; thence North 22° 41' West 100 feet, crossing the McFarland Branch, to a stake; thence North 17° 37' West 100 feet to a stake; thence North 9° 28' West 100 feet to a stake; thence North 3° 35' West 100 feet to a stake; thence North 2° 53' East 100 feet to a stake; thence North 9° 49' East 100 feet to a stake; thence with a new line, South 73° 15' East 153.5 feet to a stake, the point and place of BEGINNING, containing 2.8 acres, more or less; SAVE, RESERVE AND EXCEPTING THEREFROM, a fifty foot wide strip claimed as railroad right-of-way along the southeastern line of the above described property.

Exhibit 1

The property being the same property described in the Quitclaim Deed dated September 18, 1993, and recorded May 20, 1994, at Book 1003, Pages 442 through 443.

Commonly known as: 426 S. Sycamore Street, Aberdeen, NC

County: Moore

Tax ID No.: 00056567

Titled to: Iris M. Tilley, Trustee for Investment Trust

Transfer(s): [N/A]

Nominee notice(s) of lien: September 10, 2018, 18M254 (Investment Trust)

Property 34

Description:

All that certain lot or parcel of land situated in Orange County, North Carolina, and more particularly described as follows:

BEING ALL of Lot A and containing 2.38 acres more or less as per Plat of survey entitled "FINAL PLAT SUBDIVISION OF PROPERTY OF MARGARET S. COILE ESTATE", dated June 19, 1996 by ENT Land Surveys, Inc., RLS and said plat of survey being recorded in Plat Book 80, Page 135 of the Orange County Registry to which plat reference is hereby made for a more particular description of same.

The property being the same property described in the Warranty Deed dated March 1, 2007, and recorded March 9, 2007, at Book 4234, Pages 449 through 450.

Commonly known as: [N/A; located in Rougemont, North Carolina]

County: Orange

Tax ID No.: 0809441587

Titled to: MBT Trust

Transfer(s): Realty Trust to MBT Trust on December 12, 2017, deed recorded March 6, 2019, at Book RB6585, Page 181.

Nominee notice(s) of lien: August 16, 2018, 18M238 (Realty Trust)
[TBD] (MBT Trust)

Property 35

Description:

All of the land situated in the County of Wake, State of North Carolina, and bounded and described as follows, to-wit:

BEGINNING at an iron pipe located on the northern boundary of a private road, said point being South 82 degs 49' East 297.1 feet from the intersection of the northern line of said private road and the center line of State Road #1392; thence the following courses and distances: North 4 degs 11' East 100 feet; South 84 degs 12' East about 353 feet to the western boundary line of property now or formerly owned by Mary Fish; South 5 degs 12' West 100 feet to the northern right-of-way line of said private road; thence along the northern right-of-way line of said private road North 84 degs 12' West 352.7 feet to the point of BEGINNING.

The property being the same property described in the Quitclaim Deed dated January 1, 1994, and recorded May 26, 1994, at Book 6142, Pages 761 through 762.

Commonly known as: 0 Ransdell Road, Raleigh, North Carolina

County: Wake

Tax ID No.: 0689521489

Titled to: Iris Tilley, Trustee for TT Farms Trust

Transfer(s): [N/A]

Nominee notice(s) of lien: October 1, 2018, 18M3889 (TT Farms Trust)